

URSTADT BIDDLE PROPERTIES INC
 Form 4/A
 January 13, 2011

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BIDDLE WILLING L

2. Issuer Name and Ticker or Trading Symbol
URSTADT BIDDLE PROPERTIES INC [UBP]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
53 ELMWOOD ROAD
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2010

Director 10% Owner
 Officer (give title below) Other (specify below)
President and COO

SOUTH SALEM, NY 10590
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
01/05/2011

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 12/31/2010 | | J ⁽¹⁾ | 501 D | \$ 16.6635 1,897,855 | I | See footnote (4) |
| Common Stock | 01/03/2011 | | J ⁽²⁾ | 100,000 A | \$ 0 1,997,855 ⁽³⁾ | I | See footnote (4) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BIDDLE WILLING L 53 ELMWOOD ROAD SOUTH SALEM, NY 10590 | X | X | President and COO | |

Signatures

Willing L. Biddle 01/13/2011

__Signature of Reporting Person Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) On December 31, 2010, one of two trusts established under the Urstadt Biddle Properties Inc. Excess Benefit and Deferred Compensation Plans of 2000 and 2005 (collectively, the "Compensation Plan Trust") sold 501 Common Shares of the Issuer which the Compensation Plan Trust held for the benefit of Willing L. Biddle (the "Reporting Person") in order to make a scheduled distribution to the Reporting Person. This amendment is being filed solely to report the sale of such shares by the Compensation Plan Trust.

(2) On January 3, 2011, the Issuer entered into an agreement with Willing L. Biddle whereby Mr. Biddle was granted a restricted stock award of 100,000 shares of Common Stock pursuant to the Issuer's Amended and Restated Restricted Stock Award Plan (the "Restricted Stock Award Plan").

(3) This figure includes 837,500 restricted shares of Common Stock issued pursuant to the Restricted Stock Award Plan.

(4) Mr. Biddle is the direct beneficial owner of 1,962,645 shares of Common Stock, including the 837,500 restricted shares noted in Footnote 3. In addition, he is the indirect beneficial owner of 35,210 shares of Common Stock, of which 4,164 shares are owned by the Compensation Plan Trust, 2,307 shares are owned by the Willing L. Biddle IRA for the benefit of Mr. Biddle, 5,163 shares are owned by the P.T. Biddle (Deceased) IRA for the benefit of Willing Biddle, 21,951 shares are owned beneficially and of record by Catherine U. Biddle, Mr. Biddle's wife, 555 shares are owned beneficially and of record by the Catherine U. Biddle IRA for the benefit of Catherine U. Biddle, and 1,070 shares are owned by the Charles and Phoebe Biddle Trust UAD 12/20/93 for the benefit of the Issue of Willing L. Biddle (the "Biddle Trust"). Mr. Biddle and Charles J. Urstadt are the sole trustees of the Biddle Trust.

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Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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